

DATE: FEBRUARY 4, 2004

TO: ALL INTERESTED PARTIES

**RE: FOOD, BEVERAGE AND RETAIL
CONCESSION CONTRACTS**

ADDENDUM NO. 8

**RFP PROCESS, INSTRUCTIONS AND
CONTRACT PROVISIONS
RFP Volume I**

Attached hereto and incorporated herein are revisions regarding the RFP Schedule and Proposal Instructions documents.

All other RFP terms and conditions remain unchanged. All proposers for the revised service segments will be required to acknowledge receipt of this Addendum on the Financial Proposal Form. All RFP Addenda will become a part of the Contract.

Sincerely,

Tim McGuigan
Director, Contracts and Legal Services

Attachment

ATTACHMENT TO ADDENDUM NO. 8

RFP PROCESS, INSTRUCTIONS AND CONTRACT PROVISIONS RFP Volume I

RFP SCHEDULE

Segments 1, 2 and 3

The RFP Schedule for segments 1, 2 and 3 has been revised to accommodate the revisions described below. A revised RFP Schedule is attached hereto and incorporated herein. The revised Schedule supersedes and replaces the previously issued RFP Schedule as it pertains to segments 1, 2 and 3.

PROPOSAL INSTRUCTIONS

PROPOSAL DUE DATES

Section 5

Segments 1, 2 and 3

RFP Addendum No. 4 stated, in part: "Depending on the number of proposals received, WSF reserves the right to postpone evaluation of proposals for segment 2 and/or 3 services offered for locations other than Colman Dock-Pier 52, to enable WSF to concentrate its initial evaluation efforts on segment 1 services and segments 2 and 3 services for Colman Dock-Pier 52. In such event, WSF will revise the RFP Schedule in a future RFP Addendum."

WSF has received a substantial number of Letters of Intent, as shown in RFP Notice No. 5, dated January 13, 2004. As such, WSF intends to initially concentrate on evaluation of proposals for the following services:

1. segment 1 (On-board Food, Beverage and Retail) for one or more vessels;
2. segment 2 (On-shore Food and Beverage) for Colman Dock – Pier 52 only; and
3. segment 3 (News, Books and Convenience Stores) for Colman Dock – Pier 52 only.

Accordingly, the following submittal date for the above three segments (or parts thereof) remains unchanged, and is shown on the attached, revised RFP Schedule:

Proposal Due Date: 5:00 p.m. on Tuesday, February 10, 2004.

The Proposal Due Date for proposals that offer segment 2 and /or segment 3 services at terminals other than Colman Dock-Pier 52 is as follows, as shown on the attached, revised RFP Schedule:

Proposal Due Date: 5:00 p.m. on Wednesday, February 25, 2004.

PROPOSAL SECURITY

Section 13

Segments 1, 2 and 3

Proposal Security for segment 1 (On-board Food, Beverage and Retail), segment 2 (On-shore Food and Beverage) and segment 3 (News, Books and Convenience Stores) is revised as follows:

Segment 1: \$ 1,000 per vessel route

Segments 2 and 3: \$ 500 per concession space at any terminal, not to exceed \$2,000 total

CONCESSION CONTRACTS

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CONTRACT SECURITY

Article XXI or XXII (depending on specific Contract)

Contract Security for segment 1 (On-board Food, Beverage and Retail), segment 2 (On-shore Food and Beverage) and segment 3 (News, Books and Convenience Stores) is revised as follows:

Contract Security shall be in an amount equivalent to three (3) months of Concession Fees payable to WSF. For the first year of the Contract, such amount shall be based upon the financial forecast in the Concessionnaire's proposal, rounded up to the next thousand dollars. For the following years of the Contract, such value shall be based upon the actual sales data for the three (3) highest revenue months in the first full year of operation.

PROPOSAL EVALUATION

RFP Volume I

In RFP Addendum No. 4, WSF specified that it would allow firms to deviate from the minimum requirements and Concession Specifications as a means of maximizing competitive interest and fostering creative ideas. WSF is pleased with the response to such notice.

Please be advised that for segments 1, 2 and 3, the following Evaluation Factors remain important items to address in development of the written proposals:

1. Background & Qualifications;
2. Concept Development;
3. Concession Fees and Business Analysis; and
4. Operations

WSF will utilize the Evaluation Factors to evaluate the responsiveness of the proposals and to determine the most advantageous proposals for selection and Contract award.

Finally, please note that due to the proposal incentives provided in RFP Addendum No. 4 and the resulting number and variety of proposal outlines received, WSF may either: (i) award a single Contract for a particular segment (1, 2 and/or 3); or (ii) award multiple Contracts within a segment (1, 2 and/or 3), on a per terminal or per vessel route basis. WSF will make such decision based upon what Contract or combination of Contracts is most advantageous for WSF.

(END)